

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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INTERNATIONAL EQUITY INVESTMENTS, INC.,  
AND CITIGROUP VENTURE CAPITAL  
INTERNATIONAL BRAZIL, LLC, ON BEHALF OF  
ITSELF AND CITIGROUP VENTURE CAPITAL  
INTERNATIONAL BRAZIL, L.P. (f.k.a.  
CVC/OPPORTUNITY EQUITY PARTNERS, L.P.),

Plaintiffs,

v.

OPPORTUNITY PARTNERS LTD. (f.k.a.  
CVC/OPPORTUNITY EQUITY PARTNERS LTD.),  
DANIEL VALENTAE DANTAS, ARTHUR  
CARVALHO, OPPORTUNITY FUND, OPPORTUNITY  
PRIME INVESTMENT SERVICES, LTD, DORIO  
FERMAN and BANCO OPPORTUNITY, S.A.,

Defendants.

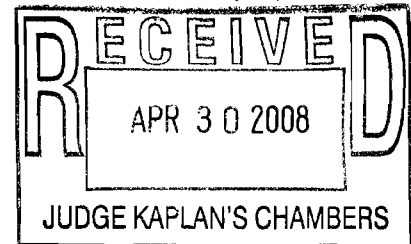
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OPPORTUNITY EQUITY PARTNERS LTD AND  
OPPORTUNITY FUND,

Counterclaim Plaintiffs,

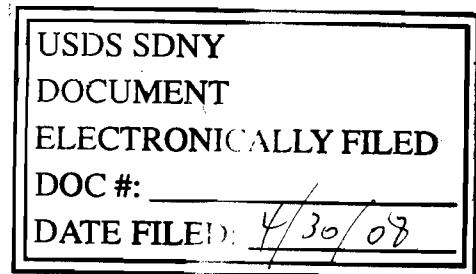
v.

CITIGROUP, INC., CITIBANK, N.A.,  
INTERNATIONAL EQUITY INVESTMENTS, INC.,  
CITIGROUP VENTURE CAPITAL INTERNATIONAL  
BRASIL, L.P., AND CITIGROUP VENTURE CAPITAL  
INTERNATIONAL BRAZIL, LLC,

Counterclaim Defendants.  
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: 05 Civ. 2745 (LAK)



**STIPULATION AND ORDER OF DISMISSAL WITH PREJUDICE**  
**PURSUANT TO FRCP 41(a)(1)(A)(ii) and 41(c)**

WHEREAS, the parties hereto, pursuant to Fed. R. Civ. P. 41(a)(1)(A)(ii) and 41(c),  
have agreed to the dismissal with prejudice of:

- (a) the claims asserted by Plaintiffs in the above-captioned action;
- (b) the counterclaims asserted by Defendant-Counterclaimant Opportunity Equity

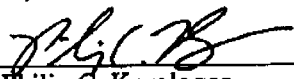
Partners, Ltd., in the above-captioned action; and

(c) the counterclaims asserted by Defendant-Counterclaimant Opportunity Fund, in the above captioned action.

**NOW, IT IS HEREBY STIPULATED AND AGREED**, that the action, including all claims and counterclaims asserted therein, is hereby dismissed with prejudice and without costs to any party.

Dated: April 28, 2008

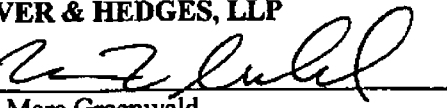
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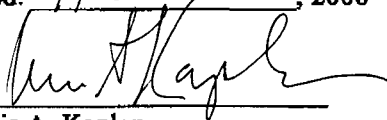
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behalf of itself and Citigroup Venture  
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SO ORDERED:

Dated: 4/30, 2008

  
Lewis A. Kaplan  
United States District Judge